SCHNITZER STEEL INDUSTRIES INC
Form 4
November 02, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Peach Richard	2. Issuer Name **and** Ticker or Trading Symbol SCHNITZER STEEL INDUSTRIES INC [SCHN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle) 299 SW CLAY STREET, SUITE 350	3. Date of Earliest Transaction (Month/Day/Year) 10/31/2016	_____ Director _____ 10% Owner __X__ Officer (give title _____ Other (specify below) below) Senior VP & CFO
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
PORTLAND, OR 97201		
(City) (State) (Zip)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	10/31/2016		F[(1)]		4,543	D	$ 24.15	120,974	D	
Class A Common Stock	10/31/2016		F[(2)]		5,161	D	$ 24.15	115,813	D	
Class A Common Stock	10/31/2016		S		4,000	D	$ 24.07	111,813	D	
Class A	11/01/2016		A[(3)]		10,191	A	$ 0	122,004	D	

Common
Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr.)
									Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
				Code	V	(A)		(D)						

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Peach Richard 299 SW CLAY STREET SUITE 350 PORTLAND, OR 97201			Senior VP & CFO	

Signatures

Joseph J. Bradley, Attorney-in-Fact	11/02/2016
**Signature of Reporting Person	Date

Explanation of Responses:

*   If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

**   Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1)   Shares were withheld by the issuer to cover witholding taxes upon vesting of restricted stock units.

(2)   Shares were withheld by the issuer to cover witholding taxes on issuance of performance shares.

(3)

Award of restricted stock units pursuant to the issuer's stock incentive plan. The restricted stock units vest in five equal annual installments commencing October 31, 2017.

Explanation of Responses: 3